

06-48

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February 17, 2006

**BY OVERNIGHT DELIVERY
AND ELECTRONIC FILING**

Federal Communications Commission
Wireline Competition Bureau
9300 E. Hampton Drive
Capitol Heights, MD 20743

FCC c/o Mellon Bank
500 Ross Street, 6th Floor
Pittsburgh, PA 15262
ATTN: Wholesale Lockbox Shift Supervisor

RECEIVED

FEB 27 2006

Federal Communications Commission
Office of the Secretary

RE: Combined application for consent to the transfer of control of a business which has Blanket Domestic Interstate 214 Authority - Transfer of Assets/Control of Line 1 Communications, L.L.C. to Telrite Corporation

Dear Sir or Madam:

Enclosed please find the following documents submitted on behalf of Line 1 Communications, LLC.

1. The original and four (4) copies of an Application for consent to the transfer of control of a business which has blanket domestic interstate 214 authority.
2. The original and four (4) copies of FCC Form 159.
3. Our AMEX number authorizing a charge in the amount of \$895.00 representing the filing fee for this Application.

Should you have any questions or require additional information, please do not hesitate to contact me.

I would appreciate if you would return a copy of this letter, date-stamped, in the envelope provided.

Sincerely, .

Benjamin W. Bronston
Benjamin W. Bronston /rh

Enclosures

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FEB 27 2006

Federal Communications Commission
Office of the Secretary

3060-0589

Page 1 of 2

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE

| | | | |
|--|-------------------------|--|---------------|
| (1) LOCKBOX # | | SPECIAL USE ONLY | |
| | | FCC USE ONLY | |
| SECTION A - PAYER INFORMATION | | | |
| (2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) | | (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) | |
| NOWALSKY, BRONSTON: GOTHARD | | \$ 895.00 | |
| (4) STREET ADDRESS LINE NO. 1 | | | |
| 3500 N. CAUSEWAY BLVD. #1442 | | | |
| (5) STREET ADDRESS LINE NO. 2 | | | |
| (6) CITY | | (7) STATE | (8) ZIP CODE |
| METAIRIE | | LA | 70002 |
| (9) DAYTIME TELEPHONE NUMBER (include area code) | | (10) COUNTRY CODE (if not in U.S.A.) | |
| 504 832-1984 | | | |
| FCC REGISTRATION NUMBER (FRN) REQUIRED | | | |
| (11) PAYER (FRN) | | (12) FCC USE ONLY | |
| 000 565 9958 | | | |
| IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET | | | |
| (13) APPLICANT NAME | | | |
| LINE 1 COMMUNICATIONS, LLC | | | |
| (14) STREET ADDRESS LINE NO. 1 | | | |
| 3020 ROSWELL ROAD N.E., SUITE 200 | | | |
| (15) STREET ADDRESS LINE NO. 2 | | | |
| (16) CITY | | (17) STATE | (18) ZIP CODE |
| MARIETTA | | GA | 30062 |
| (19) DAYTIME TELEPHONE NUMBER (include area code) | | (20) COUNTRY CODE (if not in U.S.A.) | |
| 770-578-5110 | | | |
| FCC REGISTRATION NUMBER (FRN) REQUIRED | | | |
| (21) APPLICANT (FRN) | | (22) FCC USE ONLY | |
| 000 668 2074 | | | |
| COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET | | | |
| (23A) CALL SIGN/OTHER ID | (24A) PAYMENT TYPE CODE | (25A) QUANTITY | |
| | CUT | 1 | |
| (26A) FEE DUE FOR (PTC) | (27A) TOTAL FEE | FCC USE ONLY | |
| | 895.00 | | |
| (28A) FCC CODE 1 | | (29A) FCC CODE 2 | |
| | | | |
| (23B) CALL SIGN/OTHER ID | (24B) PAYMENT TYPE CODE | (25B) QUANTITY | |
| | | | |
| (26B) FEE DUE FOR (PTC) | (27B) TOTAL FEE | FCC USE ONLY | |
| | | | |
| (28B) FCC CODE 1 | | (29B) FCC CODE 2 | |
| | | | |
| SECTION D - CERTIFICATION | | | |
| CERTIFICATION STATEMENT | | | |
| I, <u>BENJAMIN BRONSTON</u> certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief | | | |
| SIGNATURE <u>Bronston</u> | | DATE <u>2-17-06</u> | |

| | | |
|--|-------------------------|--------------------------------------|
| FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) Page No. ___ of ___ | | SPECIAL-USE FCC USE ONLY |
| USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION | | |
| (13) APPLICANT NAME TELRITE CORPORATION | | |
| (14) STREET ADDRESS LINE NO. 1 14500 LOCKRIDGE BLVD | | |
| (15) STREET ADDRESS LINE NO. 2 | | |
| (16) CITY COVINGTON | (17) STATE GA | (18) ZIP CODE 30014 |
| (19) DAYTIME TELEPHONE NUMBER (include area code) 678-625-1720 | | (20) COUNTRY CODE (if not in U.S.A.) |
| FCC REGISTRATION NUMBER (FRN) REQUIRED | | |
| (21) APPLICANT (FRN) 0007960420 | | (22) FCC USE ONLY |
| COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET | | |
| (23A) CALL SIGN/OTHER ID | (24A) PAYMENT TYPE CODE | (25A) QUANTITY |
| (26A) FEE DUE FOR (PTC) | (27A) TOTAL FEE | FCC USE ONLY |
| (28A) FCC CODE 1 | | (29A) FCC CODE 2 |
| (23B) CALL SIGN/OTHER ID | (24B) PAYMENT TYPE CODE | (25B) QUANTITY |
| (26B) FEE DUE FOR (PTC) | (27B) TOTAL FEE | FCC USE ONLY |
| (28B) FCC CODE 1 | | (29B) FCC CODE 2 |
| (23C) CALL SIGN/OTHER ID | (24C) PAYMENT TYPE CODE | (25C) QUANTITY |
| (26C) FEE DUE FOR (PTC) | (27C) TOTAL FEE | FCC USE ONLY |
| (28C) FCC CODE 1 | | (29C) FCC CODE 2 |
| (23D) CALL SIGN/OTHER ID | (24D) PAYMENT TYPE CODE | (25D) QUANTITY |
| (26D) FEE DUE FOR (PTC) | (27D) TOTAL FEE | FCC USE ONLY |
| (28D) FCC CODE 1 | | (29D) FCC CODE 2 |
| (23E) CALL SIGN/OTHER ID | (24E) PAYMENT TYPE CODE | (25E) QUANTITY |
| (26E) FEE DUE FOR (PTC) | (27E) TOTAL FEE | FCC USE ONLY |
| (28E) FCC CODE 1 | | (29E) FCC CODE 2 |
| (23F) CALL SIGN/OTHER ID | (24F) PAYMENT TYPE CODE | (25F) QUANTITY |
| (26F) FEE DUE FOR (PTC) | (27F) TOTAL FEE | FCC USE ONLY |
| (28F) FCC CODE 1 | | (29F) FCC CODE 2 |

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of

LINE 1 COMMUNICATIONS, LLC,
Transferor

and

TELRITE CORPORATION,
Transferee

File No. ITC/T/C-2006 _____

Application Pursuant to Section 214 of the
Communications Act of 1934 and
Section 63.24 of the Commission's Rules for
Consent to the Transfer of Assets/Control of
Line 1 Communications, L.L.C.
to Telrite Corporation

and

WC Docket No. 06-_____

Application Pursuant to Section 214 of the
Communications Act of 1934 and
Section 63.04 of the Commission's Rules for
Consent to the Transfer of Assets/Control of
Line 1 Communications, L.L.C.
to Telrite Corporation

Attention: International Bureau and Wireline Competition Bureau

**JOINT INTERNATIONAL AND DOMESTIC APPLICATION
FOR TRANSFER OF CONTROL**

Pursuant to section 214 of the Communications Act of 1934, as amended (the "Act"), and sections 63.04 and 63.24 of the Commission's rules, this Application seeks Commission approval to transfer control of Line 1 Communications, LLC ("LINE 1") to Telrite Corporation ("TELRITE") (together referred to as "Applicants"). LINE 1 and TELRITE hold authority to

provide domestic and international telecommunications services pursuant to section 214 of the Act.¹

On January 23, 2006, LINE 1 and TELRITE entered into an Asset Purchase Agreement whereby TELRITE will purchase substantially all of the traditional voice telecommunications assets of LINE 1, including but not limited to LINE 1's customer accounts (the "Acquisition"). The acquisition will not result in any change in ownership of LINE 1, but only affects LINE 1's traditional voice telecommunications assets. This Application seeks Commission approval of TELRITE's purchase of these assets from LINE 1.

LINE 1 and TELRITE are providers of interexchange and local telecommunications services. The proposed transaction will serve the public interest, convenience and necessity. The acquisition will create operating efficiencies which will serve to enhance the overall capacity of TELRITE to compete in the marketplace and to provide telecommunications services for a greater number of consumers at competitive rates. The customers of LINE 1 will benefit from the resources and assets of TELRITE, which will help ensure continuity of service and enhance the ability of TELRITE to offer a broader range of innovative products and services to services in competition with other providers. Granting this Application clearly will promote competition in the interexchange and international telecommunications markets and will serve the public interest.

¹

LINE 1 holds domestic and international authority pursuant to section 214 of the Act. Authority was granted in File No. ITC-214-2002-0328-00182.

TELRITE holds domestic and international authority pursuant to section 214 of the Act. Authority was granted in File No. ITC-214-20021118-00543.

I. INFORMATION REQUIRED BY SECTION 63.24

This Application seeks authority to transfer the assets of LINE 1, which holds authority pursuant to section 214 of the Act to provide domestic interstate and international telecommunications service, to TELRITE which also holds authority pursuant to section 214 of the Act to provide domestic interstate and international telecommunications service. Section 63.24(e)(2) of the Commission's rules requires that an application for a substantial transfer of control of a carrier holding international section 214 authority include the following information, as described in section 63.18:

- (a) The name, address and contact number of the transferor is:

Line 1 Communications, LLC
ATTN: Gene E. Lane, Jr.
3020 Roswell Road N.E.
Suite 200, Marietta, GA 30062
slane@directlinecom.com

The name, address and contact number of the transferee is:

Telrite Corporation
ATTN: Michael Geoffroy
14500 Lochridge Blvd. #D
Covington, GA 30014

- (b) LINE 1 is a Delaware limited liability company.
TELRITE is a Georgia corporation.
- (c) Correspondence concerning this Application should be addressed to:

Benjamin W. Bronston
Nowalsky, Bronston & Gothard
3500 N. Causeway Blvd., Suite 1442
Metairie, LA 70002
Phone: (504) 832-1984
Email: bbronston@nbglaw.com

- d) LINE 1 holds domestic and international authority pursuant to section 214 of the Act. Authority was granted in File No. ITC-214-2002-0328-0018.

TELRITE holds domestic and international authority pursuant to section 214 of the Act. Authority was granted in File No. ITC-214-20021118-00543.

Responses (e) through (g) are not applicable to this Application.

- (h) The following are the names, addresses, citizenship, and principal businesses of any person or entity that will directly or indirectly own at least ten percent of the equity of the applicants. There will be no interlocking directorates with any foreign carrier.

Telrite Corporation

Darryl Davis

Address: 14500 Lochridge Blvd. #D, Covington, GA 30014

Citizenship: United States

Principal Business: Investor

Relationship: Shareholder/CEO

Percent Ownership: 50%

Reggie McFarland

Address: 14500 Lochridge Blvd. #D, Covington, GA 30014

Citizenship: United States

Principal Business: Investor

Relationship: Shareholder

Percent Ownership: 50%

There is no other person or entity which has a 10% or greater interest in

Line 1 Communications, LLC

Gene E. Lane, Jr.

Address: 3020 Roswell Road N.E., Suite 200, Marietta, GA 30062

Citizenship: United States

Principal Business: Investor

Relationship: Member/CEO

Percent Ownership: 75%

Gene E. Lane, Sr.

Address: 3020 Roswell Road N.E., Suite 200, Marietta, GA 30062
Citizenship: United States
Principal Business: Investor
Relationship: Member
Percent Ownership: 10%

Jeff Tudor

Address: 3020 Roswell Road N.E., Suite 200, Marietta, GA 30062
Citizenship: United States
Principal Business: Investor
Relationship: Member/VP Marketing
Percent Ownership: 15%

There is no other person or entity which has a 10% or greater interest in LINE 1.

- (i) Applicants certify that they are not, and following the proposed transaction will not be, affiliated with any foreign carrier within the meaning of section 63.09(d) and (e).
- (j) The Applicants certify that they do not seek authority to provide service to any country described in paragraphs (1) through (4) of section 63.18(j).
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Applicants certify that they have not agreed to accept special concessions directly where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Applicants certify that no party to the Application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) This international section 214 Application qualifies for streamlined processing pursuant to section 63.12 because the applicants are not affiliated with any foreign carriers; are not affiliated with any dominant U.S. carriers whose international switched or private line services the applicant seeks authority to resell; and do not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines. This Application therefore should be

granted, pursuant to section 63.12(a), fourteen days after the date of public notice listing this Application as accepted for filing.

II ADDITIONAL INFORMATION REQUIRED BY SECTION 63.04

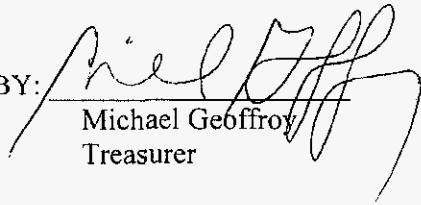
This Application seeks Commission consent to transfer assets/control of LINE 1, which holds authority to provide domestic and international telecommunications services pursuant to section 214 of the Act. Pursuant to section 63.04(b) of the Commission's rules, the parties submit the following information in support of this Application in response to items 6 through 12 of section 63.04(a):

- 6) As set forth above, this Application seeks Commission consent to transfer the traditional voice telecommunications assets of LINE 1 to TELRITE. As a result of the transfer, TELRITE will continue to operate and provide service pursuant to its current authority and LINE 1 will relinquish its authority to provide telecommunications services.
- 7) TELRITE is authorized to provide interexchange telecommunications services in every jurisdiction with the exception of Alaska and Hawaii.
- 8) This Application qualifies for streamlined processing under section 63.03(b)(2)(I) because the transferee will have a market share in the interstate interexchange market of less than 10 percent, the transferee will provide competitive telephone exchange services or exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the proposed transaction, and no party to this Application is dominant with respect to any service.
- (9) The parties are filing a slamming certification letter with the Commission.
- (10) No control application is sought pursuant to Section 63.03.
- (11) No waiver requests are being filed in conjunction with the transaction.
- (12) As discussed above, grant of this Application will strengthen TELRITE as the post-transaction company will become a stronger competitor in the marketplace for interstate and international telecommunications services. The customers of LINE 1 will benefit from the company's improved resources and assets, which will help ensure continuity of service and enhance the ability of TELRITE to offer a broader range of innovative products and services to customers. Grant of this Application will promote competition in the interexchange and international telecommunications markets and will serve the public interest.

III. CONCLUSION

For the foregoing reasons, this Application respectfully requests that the Commission consent to the transfer of assets of LINE 1 to TELRITE.

TELRITE CORPORATION

BY: 
Michael Geoffroy
Treasurer

Respectfully submitted,

LINE 1 COMMUNICATIONS, LLC

BY: _____
Gene E. Lane, Jr.
President

Dated: February 9, 2006

III. CONCLUSION

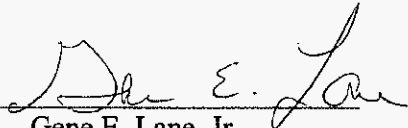
For the foregoing reasons, this Application respectfully requests that the Commission consent to the transfer of assets of LINE 1 to TELRITE.

TELRITE CORPORATION

BY: _____
Michael Geoffroy
Treasurer

Respectfully submitted,

LINE 1 COMMUNICATIONS, LLC

BY:  _____
Gene E. Lane, Jr.
President

Dated: February 9, 2006